



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. BN 13067

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO. 12644-2 FILED 1425

MAR 26 1990 -11 35 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 12644 on December 23, 1980.

The names and addresses of the parties to the transaction are:

Trustee: First Trust N.A.
180 East Fifth Street, 2nd Floor
St. Paul, Minnesota 55101

Lessee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
Page 2

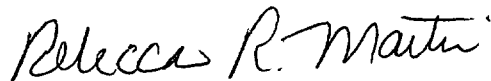
A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 12644, recorded on December 23, 1980).

Very truly yours,

A handwritten signature in cursive script that reads "Rebecca R. Martin".

Rebecca R. Martin
Legal Assistant

RRM/sd/100.11
Enclosures

VERIFICATION

STATE OF TEXAS)
)
COUNTY OF TARRANT) ss.

RECORDATION # 12644-E FILED 1425

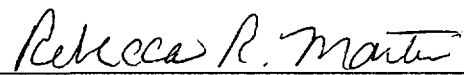
MAR 26 1990 -11 55 AM

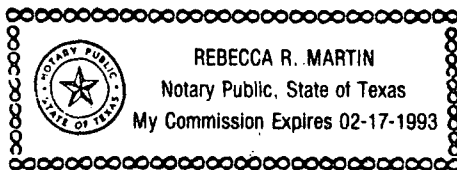
INTERSTATE COMMERCE COMMISSION

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.


Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.


Notary Public in and for
the State of Texas



RECORDATION NO

12644-A

FILED 1425

BURLINGTON NORTHERN INC.
EQUIPMENT TRUST OF 1981, SERIES 1

MAR 26 1990 -11 35 AM

Dated January 1, 1981

INTERSTATE COMMERCE COMMISSION

By and Between

FIRST TRUST COMPANY OF ST. PAUL
(now FIRST TRUST N.A.), Trustee

and

BURLINGTON NORTHERN INC.
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Section 4.06 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

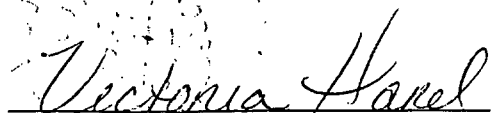
Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY



Douglas J. Babb
Vice President and General Counsel

ATTEST:



Assistant Secretary

Previous BN Number

New BN Number

CABOOSES (2 Total)

12398
12406

968762
968755

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca R. Martin
Notary Public in and for the
State of Texas

